



Statutes of the Association of European Regions for Products of Origin (A.R.E.P.O.)

TITLE 1 MEMBERSHIP – PURPOSE

Article 1- Membership and Name

The members of the Association are the regions of the European Union which join it and the representatives of the producers who adhere to “geographical indications”¹ in the same regions.

The association is named:

Association des régions européennes des produits d’origine (A.R.E.P.O.)

The Association shall be governed by the provisions of the French law of July 1st, 1901, and the decree of August 16th, 1901.

Article 2 - Purpose

The purpose of A.R.E.P.O. is:

- To promote and defend the mutual interests of the regions and producers involved in the valorisation of products of origin at EU and international level, and within the context of the construction, enlargement and functioning of the European Union;
- To organise and develop dialogue, consultations, common studies and actions of the regions and producers involved in the valorisation of products of origin at EU level, particularly on legal, technical, economic and cultural issues;
- To strengthen the representation and the expression of the regions and producers involved in the valorisation of products of origin to the European institutions;
- To facilitate their access and participation in the decision-making process at the Union level for every issues that concerns them, i.e. quality policies, environment, etc.;
- To work toward a qualitative harmonisation of registration procedure and product specifications for geographical indications at the European level;

¹ As defined in the Regulation (EU) No 1151/12 of the European Parliament and of the Council of 21 November 2012 on quality schemes for agricultural products and food stuffs.



- To help promote and achieve international recognition of the European Union's geographical indications;
- To have a proactive role presenting proposals concerning all EU quality systems² as well as other local and regional initiatives connected to agrifood products.

The Association shall provide itself with the administrative and financial means necessary to organise meetings at regular intervals and potential activities aimed at sharing knowledge, know-hows, methodologies and technologies in favour of geographical indications and member Regions.

The association is non-profit and does not pursue any political or religious goal.

Article 3 - Registered office and headquarter

Registered office and headquarter:

Conseil Régional de Nouvelle-Aquitaine

Hôtel de Région

14, rue François de Sourdis

F - 33077 BORDEAUX Cedex

They may be transferred, on the proposal of the Executive Board, by decision of the General Assembly.

Article 4 - Duration

The duration of the Association is unlimited.

TITLE 2 SETTING-UP

A.R.E.P.O. is composed by three Colleges: the College of European Regions producing geographical indications, the College of Producer's Representatives involved in the production of origin products (PGI and PDO), and the College of Associated Members.

The College of Associated Members is composed by organisations that signed a partnership agreement with AREPO and wish to sit in it: thematic, territorial and scientific organisation and networks. The Associated Members do not have the right to vote.

² As defined in the Reg. (EU) No 1151/12 (see note above) as well as in the Council Regulation (EC) No 834/2007 of 28 June 2007 on organic production and labelling of organic products



Article 5 - The College of Regions

The College of Regions is composed by the Regions of the EU and of countries ongoing accession that have paid their contributions for the previous calendar year. Each region appoints one representative and one deputy representative for a renewable three-year mandate.

Article 6 - The College of Producer's Representatives

The College of Producer's Representatives is composed by one representative and one deputy representative for each region. They are appointed by the same region for a renewable three-year mandate.

Article 7 - Loss of Membership

Membership can be lost:

- by dissolution of the legal entity;
- in case of force majeure;
- by written resignation addressed to the President of the Association;
- for failing to pay the contribution for two consecutive years;
- or for any action causing moral harm or material loss to the Association.

Article 8 - Eligibility and Responsibilities of Members

The same person cannot sit in two Colleges simultaneously.

No Member of the Association is personally responsible for the commitments contracted by the Association. Such commitments shall be met solely by means of the association's own assets.

TITLE 3 RESOURCES OF THE ASSOCIATION

Article 9 - Resources of the Association

The resources of the Association shall consist of:

- the contributions of its Members;
- Grants, donations, bequests and gifts;
- Income from its own activities (contributions to the organisation expenses, etc.), from interests and royalties, goods and securities, as well as fees for services (ex. Studies, etc.);



- Any other resources consistent with the law.

Article 10 - Contributions

The contribution is set every year by the General Assembly on the proposal of the President.

On the proposal of the President in agreement with the Treasurer, the Executive Board can anticipate the call for contributions to the member regions, provided that the amount of the contribution is unchanged compared to the previous year.

Article 11 - Budget

The Budget of the Association shall include the Ordinary Budget, covering the overall expenses of the Assembly, and the Supplementary budgets concerning programmes or operations realised by the Association.

Article 12 – Accounting

On a day-to-day basis, revenue and expenditure accounts shall be kept of all financial transactions for the recording.

Article 13 – Auditor

The Association's accounts are certified every year by an Auditor registered at the "Cour d'Appel de Bordeaux".

The Auditor shall present to the General Assembly a written report on the control applied to the accounts.

The Auditor shall not fulfil any function within the Association.

TITLE 4 ADMINISTRATION AND OPERATION

Article 14 - Ordinary General Assembly

14.1 Composition and Presidency

The Ordinary General Assembly comprises all the Members of the Association up to date with their contribution.

It is chaired by the President of the Association.



14.2 Competences

Each College nominates its Representatives for the Executive Board that will be elected by the General Assembly.

The College of Regions submits to the vote of the General Assembly the candidate for the Presidency and the candidate Treasurer.

Moreover, the Treasurer will be the substitute of the President, and vice versa, if a vacancy shall occur in the interval between the two general meetings. The following general assembly will vote to renew the vacant office.

The College of Producer's Representatives submits to the vote of the General Assembly the candidate for the Vice-presidency of the Association, as well as the candidate as substitute.

The General Assembly takes knowledge and ratifies the annual activity reports presented by the Executive Board. After the presentation of the annual reports, it approves the management of the President and the Treasurer. The Auditor shall read his Report.

The Ordinary General Assembly deliberates and approves the accounts for the past financial year, and the budget for the coming financial year.

It sets the amount of the annual contributions on the proposal of the President.

It may propose extending the scope of AREPO's purpose either by amending the Statutes or by addressing a specific topic that interests all its Members.

14.3 Convocation

The Ordinary General Assembly shall meet at least once a year.

The convocation shall be sent by the President of the Association at least thirty days before the fixed date.

14.4 Vote

Each Region and its Producer's Representative shall each have one vote. Only the regions and the professional representatives actually present, or those who have duly given authority to a Member of the same College actually present, can vote. A Member attending the Assembly can represent no more than two absent Members.

Decisions are taken by the absolute majority of the present or duly represented Members. When the ratification of the accounts and budget is on the agenda, a two-thirds majority of the members present or represented is required.

In case of an equality of votes, the President shall exercise his/her casting vote.

Any Member attending the Assembly can request a vote by secret ballot.



Article 15 - Extraordinary General Assembly

Only the Extraordinary General Assembly has the power to amend the Statutes of the Association, to dissolve the Association, or to intervene on exceptional matters likely to modify the nature or the purpose of the Association, except as provided for in article 14.2.

It is convened by the President or at the request of a quarter of the Members who have paid their contribution. The convocation takes place under the same conditions as for the Ordinary General Assembly.

The Extraordinary General Assembly must gather at least a third of the Members to deliberate validly. In the event that this quorum is not reached, a new Extraordinary General Assembly shall be convened. It rules by a majority of the Members, either present or represented, without a quorum requirement.

The decisions-making procedures are identical to those of the Ordinary General Assembly and concern only the item mentioned on the agenda.

Article 16 - Executive Board

The Executive Board is the governing body of the Association. It directs its activities and deliberates on its behalf in the intervals between General Assemblies. The President of the Association chairs the Executive Board.

16.1 Membership

The Executive Board is composed of three full members: the President, the Vice-president and the Treasurer. Full members may be represented by a person appointed by them.

The appointment of the three members of the Executive Board (President, Vice-president and treasurer) is ratified by the General Assembly for a renewable term of 3 years,

16.2 The President

The President of the Association shall chair the Executive Board. He/she directs its work. He/she represents the association in Court and in all acts of civil life. In case of impediment, he/she may delegate all or part of her/his powers to the Vice-president.

16.3 The vote of the resolutions of the Executive Board

To deliberate validly, the vote of the 3 members of the Executive Board is required. Each member has one vote.

Decisions are taken when supported by the absolute majority of the members, present or represented.

Any participant may request vote by secret ballot.

The Executive Board's resolutions are recorded in a special register and signed by the President and the Vice-president.



16.4 Convocation of the Executive Board

The Executive Board shall meet when notified in writing, eventually via email, by its President, whenever the interest of the Association so require, and at least once a year.

Except in case of exceptional emergency, the Executive Board meeting shall be convened in writing at least 8 days before the assigned date of the meeting. The convocation shall include the agenda. The meetings of the Executive Board can be organized by videoconference.

The Executive Board can invite to its meetings any person useful to its smooth running, such as the Secretary General and the Permanent Representative in Brussels.

16.5 Competences

As a general rule, the Executive Board is vested with the most extensive powers, within the limits of the Association's purposes, and in the scope of the resolutions adopted at General Assembly.

It may carry out all acts and operations allowed to the Association that are not reserved to the General Assembly.

It also appoints for three years a registered Auditor and a deputy Auditor responsible for the annual certification of the accounts.

It may anticipate the call for contributions in accordance with the procedures described in article 10.

16.6 The Treasurer

The Treasurer reports annually to the Executive Board and the General Assembly. The Auditor shall give an opinion on the Treasurer's management.

The Treasurer shall prepare the provisional annual budget of the Association.

TITLE 5 DISSOLUTION OF THE ASSOCIATION

Article 17 - Dissolution

The dissolution is pronounced by an Extraordinary General Meeting convened specifically for this purpose.

Article 18 - Devolution of the Association's possessions

In case of dissolution, the Extraordinary General Meeting shall appoint one or more Commissioners, whose powers it shall determine, responsible for the liquidation of the Association's assets.



The remaining disposable assets shall be allocated to an organism pursuing a similar purpose and which shall be especially designated by the Extraordinary General Meeting.

Under no circumstances the Members of the Association may be granted a part of the Association's Assets, other than the return of their contributions.

TITLE 6 ADMINISTRATIVE REGULATION AND FORMALITIES

Article 19 - Internal regulation and other proceedings

If needed, an internal regulation may be established by the Executive Board and approved by the Ordinary General Assembly.

These rules of procedure would aim at setting all the issues not provided for in the Statutes, in particular those related to the practical operation of the Association's activities.

Any other internal procedure may be established by the Executive Board and approved by the General Assembly, including in particular:

- Procurement procedure;
- Employment regulation.

If needed, those proceeding may be attached to the statutes.

Article 20 - Administrative formalities

The Executive Board shall declare the details of future implementation of what follows:

- Change of name;
- Transfer of the headquarter;
- Statutes amendment;
- Dissolution of the Association.

The President

The Treasurer